

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
: **Chapter 11**
: **Case No. 12-12020 (MG)**
: **(Jointly Administered)**
: **Debtors.**
: -----X

AFFIDAVIT OF SERVICE

I, Clarissa D. Cu, depose and say that I am employed by Kurtzman Carson Consultants LLC (KCC), the claims and noticing agent for the Debtors.

A. On November 9, 2012, at my direction and under my supervision, employees of KCC caused the following document to be served via Electronic mail upon the Monthly Service List attached hereto as **Exhibit A**, via First Class mail upon the Special Service List attached hereto as **Exhibit B**:

1. **Notice of Filing of Additional Exhibit to Debtors' Motion for a Supplemental Order Under Bankruptcy Code Sections 105(a), 363, 503(b)(1), 507(a)(2), 1107(a) and 1108 and Bankruptcy Rule 9019 to the Final Wages Order (I) Authorizing and Directing the Debtors to Reimburse Ally Financial Inc. for Payments Made to the Debtors' Employees on Account of Compensation Issued on or After the Petition Date; (II) Granting Ally Financial Inc. an Administrative Expense Claim on Account of Such Payments; (III) Granting Ally Financial Inc. a Limited Release; and (IV) Authorizing the Debtors to Establish and Fund an Escrow Account for the Benefit of Ally Financial Inc. on Account of Such Administrative Expense Claims, including Additional Amounts to the Escrow Account as Necessary [Docket No. 2113]**

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Residential Capital, LLC (0738); ditech, LLC (7228); DOA Holding Properties, LLC (4257); DOA Properties IX (Lots-Other), LLC (3274); EPRE LLC (7974); Equity Investment I, LLC (2797); ETS of Virginia, Inc. (1445); ETS of Washington, Inc. (0665); Executive Trustee Services, LLC (8943); GMAC Model Home Finance I, LLC (8469); GMAC Mortgage USA Corporation (6930); GMAC Mortgage, LLC (4840); GMAC Residential Holding Company, LLC (2190); GMAC RH Settlement Services, LLC (6156); GMACM Borrower LLC (4887); GMACM REO LLC (2043); GMACR Mortgage Products, LLC (6369); GMAC-RFC Holding Company, LLC (3763); HFN REO Sub II, LLC (N/A); Home Connects Lending Services, LLC (9412); Homecomings Financial Real Estate Holdings, LLC (6869); Homecomings Financial, LLC (9458); Ladue Associates, Inc. (3048); Passive Asset Transactions, LLC (4130); PATI A, LLC (2729); PATI B, LLC (2937); PATI Real Estate Holdings, LLC (5201); RAHI A, LLC (3321); RAHI B, LLC (3553); RAHI Real Estate Holdings, LLC (5287); RCSFJV204, LLC (2722); Residential Accredit Loans, Inc. (8240); Residential Asset Mortgage Products, Inc. (5181); Residential Asset Securities Corporation (2653); Residential Consumer Services of Alabama, LLC (5449); Residential Consumer Services of Ohio, LLC (4796); Residential Consumer Services of Texas, LLC (0515); Residential Consumer Services, LLC (2167); Residential Funding Company, LLC (1336); Residential Funding Mortgage Exchange, LLC (4247); Residential Funding Mortgage Securities I, Inc. (6294); Residential Funding Mortgage Securities II, Inc. (8858); Residential Funding Real Estate Holdings, LLC (6505); Residential Mortgage Real Estate Holdings, LLC (7180); RFC Asset Holdings II, LLC (4034); RFC Asset Management, LLC (4678); RFC Borrower LLC (5558); RFC Constructing Funding, LLC (5730); RFC REO LLC (2407); RFC SFJV-2002, LLC (4670); RFC-GSAP Servicer Advance, LLC (0289)


B. On November 9, 2012, at my direction and under my supervision, employees of KCC caused the following document to be served via Electronic mail upon the Monthly Service List attached hereto as Exhibit A and the party on the service list attached hereto as Exhibit C, and via First Class mail upon the Special Service List attached hereto as Exhibit B, and the parties on the service list attached hereto as Exhibit D:

1. **Amended Notice of Adjournment of Hearing; Adjourned to December 20, 2012 at 10:00 a.m. (Prevailing Eastern Time) [Docket No. 2129]**

C. On November 9, 2012, at my direction and under my supervision, employees of KCC caused the following document to be served via Electronic mail upon the Monthly Service List attached hereto as Exhibit A, via First Class mail upon the Special Service List attached hereto as Exhibit B:

1. **First Supplemental Declaration of Steven J. Reisman on Behalf of Curtis, Mallet-Prevost, Colt & Mosle LLP Pursuant to Rules 2014(a) and 2016(b) of the Federal Rules of Bankruptcy Procedure [Docket No. 2130]**

Dated: November 12, 2012


Clarissa D. Cu

State of California
County of Los Angeles

Subscribed and sworn to (or affirmed) before me on this 12th of November, 2012, by Clarissa D. Cu, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature: 

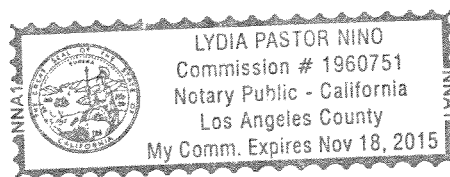


EXHIBIT A

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Exhibit A

Monthly Service List

DESCRIPTION	NAME	NOTICE NAME	EMAIL
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Attorneys for the Aldine Independent School District	Aldine Independent School District	Courtney F Harris, Pamela H Walters	bnkatty@aldine.k12.tx.us
PennyMac Loan Services, LLC	Aldridge Connors LLP	Bankruptcy Department	ecfmail@aclawllp.com
Counsel to HSBC Bank USA, NA as Trustee of Certain Mortgage Backed Securities	Allen & Overy LLP	Ken Coleman & John Kibler	ken.coleman@allenoverly.com ; john.kibler@allenoverly.com
Ally Bank	Ally Bank	Tom Houghton	tom.houghton@ally.com
Secured Lender under the Secured Revolver and Line of Credit	Ally Financial Inc	Jeffrey Brown Corporate Treasurer	jeff.brown@qmacfs.com ; william.b.solomon@ally.com
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Attorney General for the State of Michigan	Attorney General of the State of Michigan Bill Schuette	Juandisha M Harris Asst Attorney General	harrisj12@michigan.gov
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Barclays Bank PLC, as administrative agent under the Pre-Petition GSAP Facility	Barclays Bank PLC	Joe Tricamo & May Wong	xrausloanops5@barclays.com
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Buyer under the Pre-Petition Ally Repo Facility	BMMZ Holding LLC	c/o Ally Financial Inc, Attn Courtney Lowman	courtney.lowman@ally.com
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Exhibit A

Monthly Service List

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Indenture Trustee to Unsecured Notes / Top 50 Creditor	Deutsche Bank Trust Company Americas	c/o Kelvin Vargas	kelvin.vargas@db.com
Interested Party, Diem T Nguyen	Diem T Nguyen		diem.home@gmail.com
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Counsel to Mercer (US) Inc.	Freeborn & Peters LLP	Thomas R Fawkes Esq	tfawkes@freebornpeters.com
Wells Fargo Bank, N.A., as Trustee on Behalf of the certificate holders of HSI Asset Loan Obligation Truste 2007-ARI, Mortgage Pass Through Certificates, Series 2007-AR c/o Select Portfolio Servicing; Counsel to MidFirst Bank	Frenkel Lambert Weiss Weisman & Gordon LLP	Karen M Sheehan Esq	ksheehan@flwlaw.com
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Counsel to Wells Fargo Bank, NA	Gibbons PC	Attn Karen A Giannelli Esq	kgiannelli@gibbonslaw.com
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Monthly Service List

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Monthly Service List

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Interested Party	Locke Lord LLP	Casey B Howard	choward@lockelord.com
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Counsel to The Union Central Life Insurance Company, Ameritas Life Insurance Corp. and Acacia Life Insurance Company ; and Cambridge Place Investments Management Inc.	Lowenstein Sandler PC	Andrew Behlmann	abehlmann@lowenstein.com
Counsel to The Union Central Life Insurance Company, Ameritas Life Insurance Corp. and Acacia Life Insurance Company ; and Cambridge Place Investments Management Inc.	Lowenstein Sandler PC	Andrew Behlmann	abehlmann@lowenstein.com
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Monthly Service List

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Securities and Exchange Commission - New York Regional Office	Securities & Exchange Commission NY Regional Office	George S Canellos Regional Director	secbankruptcy@sec.gov ; secbankruptcy@sec.gov ; bankruptcynotices@sec.gov
Wells Fargo Bank, N.A., as collateral agent for the Prepetition Junior Secured Notes, as collateral agent for the Prepetition Ally Revolver, and as collateral control agent under the Intercreditor Agreement, dated as June 6, 2008	Seward & Kissell LLP	Greg S Bateman	bateman@sewkis.com
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Counsel to the administrative agent for the Debtors' proposed providers of debtor in possession financing	Skadden Arps Slate Meagher & Flom LLP	Sarah M Ward	sarah.ward@skadden.com
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Counsel to Bank of the West	Stinson Morrison Hecker LLP	Andrew W. Muller	amuller@stinson.com
Counsel to Mortgage Electronic Registration Systems Inc and MERSOPR Inc ("MERS")	Sullivan Hazeltine Allinson LLC	William A Hazeltine Esq	whazeltine@sha-llc.com
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Counsel to JPMorgan Chase Bank, NA	Teitelbaum & Baskin LLP	Jay Teitelbaum Esq	jteitelbaum@tblawllp.com
Tennessee Attorney Generals Office	Tennessee Department of Revenue	c o TN Attorney Generals Office	AGBankNewYork@ag.tn.gov
Member of Official Committee of Unsecured Creditors	The Bank of New York Mellon	Attn Robert H Major Vice President	robert.major@bnymellon.com

EXHIBIT B

Exhibit B

Special Service List

NAME	NOTICE NAME	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	DESCRIPTION
Chadbourne & Parke LLP	Attn Howard Seife & David M LeMay & Robert J Gayda & Marc B Roitman	30 Rockefeller Plaza		New York	NY	10112	Counsel to the Examiner, Arthur J Gonzalez
Citibank NA	Attn Bobbie Theivakumaran	390 Greenwich St 6th Fl		New York	NY	10013	Secured lender under the Mortgage Servicing Rights Facility
Deutsche Bank Trust Company Americas	c/o Kelvin Vargas	25 De Forest Ave		Summit	NJ	07901	Indenture Trustee to Unsecured Notes / Top 50 Creditor
Fannie Mae	Attn Peter McGonigle	1835 Market St Ste 2300		Philadelphia	PA	19103	Prepetition Lender - Fannie EAF
Internal Revenue Service	Centralized Insolvency Operation	PO Box 7346		Philadelphia	PA	19101-7346	Internal Revenue Service
Internal Revenue Service	Centralized Insolvency Operation	2970 Market St		Philadelphia	PA	19104	Internal Revenue Service
Internal Revenue Service	Insolvency Section	31 Hopkins Plz Rm 1150		Baltimore	MD	21201	Internal Revenue Service
Kelley Drye & Warren LLP	James S Carr & Eric R Wilson	101 Park Ave		New York	NY	10178	Counsel to UMB Bank N.A. as Successor Indenture Trustee to the Debtors' Prepetition Junior Secured Notes
Kirkland & Ellis	Richard M Cieri	601 Lexington Ave		New York	NY	10022	Counsel to the Equity Security Holders (Ally Financial and Ally Bank)
Kirkland & Ellis LLP	Attn Ray C Schrock & Stephen E Hessler	601 Lexington Ave		New York	NY	10022-4611	Counsel to the Ally Financial Inc. & Ally Bank
Kramer Levin Naftallis & Frankel LLP	Kenneth H Eckstein, Thomas Moers Mayer & Douglas H Mannal & Jeffrey Trachtman	1177 Avenue of the Americas		New York	NY	10036	Counsel to the Official Committee of Unsecured Creditors
Milbank, Tweed, Hadley & McCloy LLP	Gerard Uzzi	1 Chase Manhattan Plaza		New York	NY	10005	Co-Counsel to Ad Hoc Group of Junior Secured Noteholders
Nationstar Mortgage LLC	Attn: General Counsel	350 Highland Drive		Lewisville	TX	75067	Stalking Horse Bidder, Nationstar Mortgage
Office of the NY State Attorney General	Nancy Lord & Enid M Stuart	The Capitol		Albany	NY	12224-0341	Office of the New York Attorney General
Office of the US Attorney for the Southern District of NY	United States Attorney Preet Bharara	One St Andrews Plaza		New York	NY	10007	Office of the United States Attorney for the Southern District of New York
Securities & Exchange Commission	Secretary of the Treasury	100 F St NE		Washington	DC	20549	Securities and Exchange Commission - Headquarters
Securities & Exchange Commission NY Regional Office	George S Canellos Regional Director	3 World Financial Center Ste 400		New York	NY	10281-1022	Securities and Exchange Commission - New York Regional Office
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Skadden Arps Slate Meagher & Flom LLP	Sarah M Ward	Four Times Square		New York	NY	10036	Counsel to the administrative agent for the Debtors' proposed providers of debtor in possession financing
Skadden Arps Slate Meagher & Flom LLP	Ken Ziman	Four Times Square		New York	NY	10036	Counsel to Barclays Bank PLC
Skadden Arps Slate Meagher & Flom LLP	Suzanne D T Lovett	Four Times Square		New York	NY	10036	Counsel to Barclays Bank PLC
The Bank of New York Mellon	Asset-Backed Securities Group	101 Barclay St 4W		New York	NY	10286	Indenture Trustee under the Pre-Petition GSAP Facility
U.S. Bank National Association	Attn: George Rayzis	50 South 16 th Street	Suite 2000	Philadelphia	PA	19102	Indenture Trustee to the Debtors' Prepetition Junior Secured Notes
U.S. Bank National Association	Attn: Irina Palchuk	60 Livingston Avenue	EP-MN-WS1D	St. Paul	MN	55107	Indenture Trustee to the Debtors' Prepetition Junior Secured Notes
U.S. Department of Justice	US Attorney General, Eric H. Holder, Jr.	950 Pennsylvania Ave NW		Washington	DC	20530-0001	Office of the United States Attorney General
United States Attorney's Office for the Southern District of New York civil Division	Attn Joseph Cordaro	86 Chambers St 3rd Fl		New York	NY	10007	Counsel to the United State of America
US Trustee for the Southern District of NY	Tracy Hope Davis, Linda A. Riffkin and Brian S. Masumoto	33 Whitehall St 21st Fl, Region 2		New York	NY	10004	Office of the United States Trustee for the Southern District of New York
Wells Fargo Bank NA	Attn Corporate Trust Services - GMACM Home Equity Notes 2004 Variable Funding Trust	PO Box 98		Columbia	MD	21046	GMEN Indenture Trustee at Corporate Trust Office

EXHIBIT C

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EXHIBIT D

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